


1. SCOPE

 The aim of the procedure is to regulate the process of receiving, processing and treatment, also in anonymous or confidential form, carried out by Third parties and by the Personnel (including Top Management and members of corporate bodies) of the Company.

2. APPLICATION

The procedure applies to all Companies of the RINA Group (referred to hereafter as RINA or Group).

3. PROCEDURE ADOPTION AND UPDATING

This general procedure enters into force from the issuing date.

The adoption and updating of the procedure is communicated to the Board of Directors, the Risk Management and Audit Committee, the Board of Auditors and the Control Body.

The procedure and the whistleblowing platform will be subject to at least a two-year periodic review based on the operations performed.

4. REFERENCES

Ethical Code of RINA S.p.A.

Organizational, Management and Control Model of RINA Group Companies

Policies, General Procedures and Guidelines of RINA S.p.A.

D. Lgs. 231/2001 – The Administrative Responsibility of the Legal Entities


L. 179/2017 – Provision in favor of the whistleblower



D. Lgs. 196/2003 – Handling of personal data and the protection of privacy

European Regulation 679/2016

5. DEFINITIONS AND ABBREVIATIONS

Acronym	Definition
CEO	<i>Chief Executive Officer</i>
RIA	<i>Internal Audit Manager of RINA S.p.A.</i>
RINA	<i>RINA Group, consisting of the Holding RINA S.p.A. and all Legal Entities that are part of the RINA Group (Group Companies)</i>
MOG	Organizational, Management and Control Model of RINA Group Companies
ODV	Control Body with autonomous powers of initiative and control having the task of supervising the functioning and observance of the MOG.
WHISTLEBLOWING	Communication concerning facts that may include crimes, offenses or irregularities and / or behaviors of any kind, even omissive, referable to personnel or third parties in violation of the Code of Ethics, MOGs, internal regulations issued by the companies of the RINA Group of laws, regulations or provisions of the Authorities or in any case capable of causing damage or prejudice of any nature to RINA. The whistleblowing concern all those situations in which the whistleblower acts to protect a non-personal interest,

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	since the fact reported, pertains to dangers or risks that threaten the organization as a whole, the Personnel, the Third Parties or even, via more general, the collective.
 CONTROL OBJECTIVE	The control objective is the reason of the existence of the control, expressed in simple words
 CONTROL AND RESPONSIBILITY	The control is the activity needed to obtain, with reasonable confidence, the achievement of a goal; the person responsible for each control must be clearly identified.

6. FOREWARD

For the purposes of this procedure the following types of signaling can be distinguished

- **anonymous whistleblowing:** an alert in which the personal details of the reporting party are not explicit, nor are they identifiable in a univocal manner;
- **bad faith whistleblowing:** unfounded reporting made for the purpose of causing unjust damage to the person and / or the company reported;
- **generic whistleblowing:** reporting of content so generic that it does not allow any verification of the same;
- **whistleblowing on already known facts:** report whose content relates to facts already known in the company and for which the evaluation actions envisaged by this procedure and by the external regulations and provisions of reference have already been undertaken;
- **whistleblowing on relevant facts:**
 - which concern the members of RINA's corporate bodies and / or its management and control bodies;
 - for which a quantitative and qualitatively significant impact can be estimated;
 - which may have a significant impact on the Internal Control and Risk Management System.

7. GENERAL PRINCIPLES

Protection of the whistleblower: RINA guarantees adequate protection to the persons directly or indirectly the subject of the report. During the verification and verification of possible non-compliance, the individuals subject to the reports could be involved in the investigation and / or receive notification of the activity in progress, but under no circumstances will a proceeding be initiated solely because of the reporting, in the absence of concrete feedback regarding the content of it. This could possibly happen on the basis of other evidence found and ascertained from the report itself.

Protection of the signaling person: RINA guarantees the anonymity of the signaling person, in the event of a general nature indicated, and reserves the right to take appropriate action against anyone who is in place or threatens to carry out acts of retaliation against those who have submitted reports in scope of this procedure. The personal data that may be present are processed in compliance with the Privacy law, the Privacy Organizational Model and the procedures contained therein and are kept for the strictly necessary period of time.

Threats or retaliations of any kind against the reporting person or those who have collaborated in the activities of verification of the validity of the report are not tolerated.

Protection of confidentiality: the personnel who receive a report and / or who is involved, in any way, in the report itself, is required to guarantee the maximum confidentiality on the subjects (reporting and reported) and on the facts reported, without prejudice to the rules governing any investigations and proceedings initiated by the judicial authority.

Transmission of the whistleblowing: personnel who receive a report must immediately inform the RIA. The communication of the aforementioned information is permitted only in the manner provided by this procedure and in compliance with the law.

8. WHISTLEBLOWING REPORT

Without prejudice to the possibility of transmitting the reports by any means, an institutional channel is available which guarantees the complete anonymity of the reporter.

Each interested party, which represents one of RINA's internal or external interlocutors, can send a report via the Whistleblowing tool accessible from the RINA website www.rina.org. The access page to the Whistleblowing tool contains some practical indications on the correct use of the instrument.

The Whistleblowing tool was developed by Hermes Center for Transparency and Digital Human Rights, within a project led by Transparency International, already implemented by many other multinational companies.

The Whistleblowing tool, customized for RINA to meet specific needs, resides on an external server that respects strictly confidential information and allows an anonymous dialogue with the interested party.

The Whistleblowing tool applies a "**no-log**" policy, which means that even if access to the file has been performed by a computer connected to the corporate network, the login will not be tracked by IT systems to further protection for the signaling party.

The Whistleblowing tool guides the reporting party through specific questions to which the reporting officer can, if necessary, respond to the purpose of a greater classification of the facts to be reported.

Once logged in from the portal, the reporting platform provides a guided path for the reporting agent, through a series of questions, open and closed, some mandatory, other optional, concerning facts, time frame, economic size, generality of the reporting (optional) and further supporting elements, with the aim of providing useful elements of investigation from the outset.

The report can also be made anonymously.

At the end of the report, a ticket is issued to the reporter through which he can then access his own report again and monitor its progress. At the same time the recipient establishes a direct, but always anonymous, interview with the reporting agent, through which it is possible to request, if necessary, further details or support for the report itself.

Communications relating to commercial activities (eg complaints, billing, etc.) must be channeled through the usual customer service tools.


9. MANAGEMENT PROCESS FOR WHISTLEBLOWING

9.1. RECEIVING AND PRELIMINARY VERIFICATION OF THE RIA


The reports are received by the RIA which undertakes to provide a first feedback to the reporting agent within the 15-day deadline.

Upon receipt, the RIA proceeds to:

- Numbering the report, classifying the type, identifying the Group Company and the potential regulatory framework (eg Legislative Decree 231/2001 Special Sections against corruption, recycling, etc.);
- Carry out a preliminary survey of the report, with particular reference to the presence of the necessary conditions for the assessment of the report;
- Provide the results of the preliminary investigation to the competent ODV within the fifteen days.

 The verification actions on the merits of the circumstances represented in the report will be carried out by the RIA in compliance with the principles expressed in the *Internal Auditing Mandate* granted by the Board of Directors of RINA S.p.A.

9.2. EVALUATION AND SURVEY OF THE ODV

 For all reports received, the competent ODV is responsible for:


- Perform an evaluation;
- Formalize the assessments and decisions made in specific interim or final reports to complete the investigations carried out;
- Store your reports and supporting documents.

The decisions of the Control Body may take the form, in accordance with the cases, in filing without remarks, in recommendations of corrective actions, in proposals for disciplinary measures for the subjects involved, with information to the Board of Directors and the Board of Statutory Auditors in the cases provided for by the Organization, Management and Control Model or with transmission to the competent functions.

The ODV may decide to inform the responsible operational manager of the receipt of the report.

Specifically, the ODV stores the notifications: (I) not included in the definition referred to in this procedure, forwarding them, if necessary, to the other company Departments / Functions; (II) clearly unfounded or in bad faith or of such a generic content that they do not allow verification of the same or relating to facts already known and subject to actions already in place.

The ODV may propose appropriate sanctions for manifestly false or completely unfounded, opportunistic and / or made for the sole purpose of damaging the reported person or persons involved in the report.


 For notifications of significant facts, the SB may activate further verification activities, with the support of the Corporate Internal Audit function and, if necessary, of an external company specialized according to the relevance and type of the report.

The RIA informed of the decisions taken by the Control Body to:

- inform the reporter through the reporting platform;
- to feed, for statistical purposes, the register of alerts where there is information related to alerts and where the status of alerts is updated.

9.3. MONITORING OF CORRECTIVE ACTIONS

The implementation of the recommendations and corrective actions eventually indicated by the Control Body within a set deadline are the responsibility of the individual officers.

 The ODV, with the support of the Corporate Internal Audit function, monitors the implementation of the recommendations, informing the top managers, the Risk Committee and the Board of Statutory Auditors on relevant facts.

10. APPLICATION AND DISCIPLINARY SANCTIONS

The Control Body will carry out a periodic evaluation of the correct application of this procedure and of any need for modification / revision.

Failure to comply with this procedure is subject to assessment for the disciplinary purposes of the competent bodies of the company in line with the provisions of the employment contracts.

In any case, the general principles stated in the Ethical Code, Chapter 11, shall apply.